

Exhibit A

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

In re: Joint Application of)
Alltel Holding Corporate Services, Inc.)
and Alltel Communications, Inc.)
for Authority to Complete a Transfer of)
Business and to Grant Authority to)
Alltel Holding Corporate Services, Inc. to)
Provide resold Interexchange services for)
Alternative Regulation First Granted in Order)
No. 98-484 in Docket No. 98-214-C and for)
Flexible Regulation First Granted in Orders Nos.)
65-1734 and 96-55 in Docket No. 95-661-C)

JOINT APPLICATION

DIRECT TESTIMONY OF
GREGG L. RICHEY

DIRECT TESTIMONY OF GREGG L. RICHEY

Q. Please state your name and business address.

A. My name is Gregg L. Richey. My business address is One Alltel Center, Alpharetta, Georgia.

Q. By whom are you employed and in what capacity?

A. I am presently employed by Alltel Communications as Area President of Wireline Services. I am testifying in this proceeding on behalf of Alltel Holding Corporate Services, Inc. ("AHCSI") and Alltel Communications, Inc. ("ACI") (collectively, "Joint Applicants").

Q. Please describe your educational background and business experience.

A. Currently, I have responsibilities for the day-to-day operations for Alltel's wireline and competitive local exchange operations in Arkansas, Alabama, Georgia, Florida, Louisiana, Mississippi, Missouri, North Carolina, Oklahoma, Pennsylvania, South Carolina and Texas. I will continue in this role for the new wireline company. I joined Alltel in 1991 as General Manager of Alltel's Gainesville, Florida market. Prior to my current position, I served as Senior Vice President - Sales and Distribution for Alltel Communications, President of Alltel's Mid-South Market, and Vice President and General Manager for our Florida, Georgia, and Alabama wireless operations. In 1994, I received Alltel's ALEX Award for helping the Gainesville market achieve Market of the Year status. I hold a Bachelor's Degree in computer science from the University of

1 Mississippi in Oxford and currently serve on the Board of Directors for the
2 Georgia Chamber of Commerce.

3
4 ***Q. What is the purpose of your testimony?***

5 A. I am presenting testimony on behalf of AHCSI and ACI. I will demonstrate that
6 the transfers of approvals and customers from ACI to AHCSI as well as the
7 certification of AHCSI as a reseller of long distance services are beneficial to the
8 companies and customers and are not detrimental to the public interests of South
9 Carolina.

10
11 ***Q. Who are the Joint Applicants?***

12 A. To begin, ACI is a privately held Delaware corporation with principal offices
13 located in Little Rock, Arkansas. Presently, ACI is certificated by this
14 Commission to and does provide local exchange and long distance services in
15 South Carolina. Similarly, AHCSI is a privately held corporation also maintaining
16 its principal offices in Little Rock, Arkansas. As demonstrated in Exhibit C to the
17 Joint Application, AHCSI's management team has extensive experience in the
18 communications industry. AHCSI is authorized to transact business in South
19 Carolina as noted in Exhibit D to the Joint Application. In conjunction with its
20 request to acquire ACI's existing local exchange and long distance businesses in
21 South Carolina, AHCSI is requesting to transfer ACI's existing authority to
22 provide local exchange service as well as to be certified to provide resold long
23 distance service.

1 ***Q. What specific relief are Joint Applicants requesting from this Commission?***

2 A. Pursuant to S.C. Code Ann. §§58-9-310, Joint Applicants are requesting that this
3 Commission approve the transfer the authority to provide local exchange services
4 in South Carolina from ACI to AHCSI. Additionally, AHCSI is seeking to be
5 certified to provide resold long distance services in South Carolina. Joint
6 Applicants then request that the Commission approve the transfer of ACI's
7 existing local exchange and long distance resale customers and businesses to
8 AHCSI. Finally, AHCSI requests that it be regulated subject to alternative
9 regulation as the Commission initially granted to ACI in Order No. 98-484 in
10 Docket No. 98-214-C and flexible regulation as granted in Order Nos. 65-1734
11 and 96-55 issued in Docket No. 95-661-C.

12
13 ***Q. What will be the result of Joint Applicants receiving the requested approvals,***
14 ***certification, and alternative regulation described above?***

15 A. After receiving approval and certification by this Commission, AHCSI will be
16 able to offer business and residential customers in South Carolina an integrated
17 set of telecommunication products and services. Such offerings will include local
18 exchange, local access, domestic and international long distance telephone, data,
19 and dial-up access to the Internet. Once the transfer of authority and customers
20 from ACI to AHCSI is complete, AHCSI will possess the financial, managerial,
21 and technical qualifications necessary to provide quality telecommunications
22 services to South Carolina communications consumers.

23

1 ***Q. Please describe the impacts to customers.***

2 A. After the effective date of the approvals and transfers, South Carolina local
3 exchange and long distance customers will receive the same type and quality of
4 telecommunications services from AHCSI that they received from ACI. Joint
5 Applicants do not expect the transfers to result in any loss or impairment of
6 service to any customer or to have any adverse impact on customers. Customers
7 will continue to receive their existing telecommunications services at the same
8 rates, terms, and conditions. Any future changes in AHCSI's rates, terms, or
9 conditions of service will be made consistent with the Commission's
10 requirements. Joint Applicants expect that the only change that will be apparent to
11 customers will be the change in name of their service provider. As we noted in the
12 Joint Application, AHCSI's name will be changed; however, we have not
13 determined the new name. In summary, we expect that the transfers will be
14 transparent to customers and the services to be seamless and uninterrupted.

15
16 ***Q. How will Joint Applicants ensure that the transfers of ACI's local exchange***
17 ***and long distance businesses to AHCSI will be seamless?***

18 A. To ensure a seamless transaction and avoid customer confusion or inconvenience,
19 we will provide affected customers with advance written notice at least thirty
20 days prior to the transfers. We will explain the change in service providers in
21 accordance with applicable Federal Communications Commission and state
22 requirements. Attached to our Joint Application as Exhibit G is a copy of the
23 notification letter we expect to send to these affected customers.

1

2 ***Q. Is the relief requested in the Joint Application in the public interest?***

3 A. Yes. The relief requested by Joint Applicants is beneficial to ACI, AHCSI, and
4 customers. By granting the Joint Application, the Commission will be serving the
5 public interest, convenience, and necessity. Further, the requested approvals and
6 transfers will not in any way be detrimental to the public interests of this State. In
7 particular, the proposed transfers will create a heightened level of operating
8 efficiency which generally will enhance AHCSI's overall capacity to compete in
9 the marketplace and provide telecommunication services to consumers in this
10 State at competitive rates. We anticipate that customers will experience a
11 seamless transition of service providers and receive sufficient notice of the
12 transfers and their rights. Our Joint Application serves the public interest by
13 furthering competition in the South Carolina telecommunications market and
14 strengthening AHCSI's competitive position.

15

16 ***Q. Based on the above, what do you conclude with respect to the Joint***
17 ***Application?***

18 A. For the reasons I stated above, the Commission should grant the relief requested
19 in the Joint Application. Specifically, the Commission should approve the transfer
20 of ACI's authority to provide local exchange services to AHCSI, grant AHCSI's
21 certification to resell long distance services, and approve the transfer of local
22 exchange and long distance businesses from ACI to AHCSI to permit AHCSI to
23 offer local and resold long distance telecommunications services to customers in

1 South Carolina. Additionally, the Commission should approve the alternative
2 regulation for AHCSI as previously granted to ACI. I have demonstrated that
3 these actions are in the public interest.

4

5 ***Q. Does this conclude your testimony?***

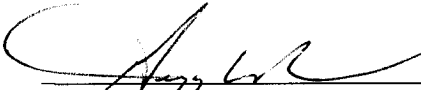
6 ***A.*** Yes, at this time.

7

VERIFICATION

STATE OF Georgia)
) SS
COUNTY OF Fulton)

I, Gregg L. Richey, of lawful age, being first duly sworn upon my oath, state that I am authorized to submit this verification on behalf of Joint Applicants and that the facts set forth in the foregoing testimony are true to the best of my knowledge, information and belief.



Gregg L. Richey

Subscribed and sworn to before me this 27th day of February, 2006.



Notary Public

My Commission expires:

May 23, 2006

